

MARVEL
COMICS

IS **VENOM** REALLY DEAD?! NEW CLUES INSIDE!

the AMAZING SPIDER-MAN

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344
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APPROVED
BY THE
COMICS
CODE
AUTHORITY

HEY!
I WANNA
KILL
HIM!



NOW
APPEARING
IN BOXES
OF COCOA PUFFS
NEAR YOU...



NEW



TASTE!

WHAT
NEW TASTE?!?
UNSCRAMBLE THE
LETTERS BELOW AND
DISCOVER THE
BIG NEW TASTE OF
COCOA PUFFS!

H T G C A E
O O A E

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BITTEN BY A RADIOACTIVE SPIDER, STUDENT PETER PARKER GAINED THE PROPORTIONATE STRENGTH AND AGILITY OF AN ARACHNID! ARMED WITH HIS WONDROUS WEB-SHOOTERS, THE RELUCTANT SUPER HERO STRUGGLES WITH SINISTER SUPER-VILLAINS, MAKING ENDS MEET, AND MAINTAINING SOME SEMBLANCE OF A NORMAL LIFE!

Stan Lee
PRESENTS: THE AMAZING SPIDER-MAN®

David
Michelinie
writer

Erik
Larsen
penciler

Randy
Emberlin
inker

Rick
Parker
letterer

Bob
Sharen
colorist

Jim
Salicrup
editor

Tom
DeFalco
editor in chief



LOCATION: A
WAREHOUSE.

SITUATION:
DOGS!

I COULDA
SWORE I HEARD
SOMETHIN' IN
HERE!

MUSTA
BEEN A
RAT!

HEARTS
and
POWERS

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RAT?

RAT?!!

WHY I OUGHTA-!



MY FAULT, THOUGH.

3 HMPH!! WE SPIDERS GET BAD-MOUTHTED ENOUGH WITHOUT BEING MISTAKEN FOR FURRY THINGS THAT LIVE IN SEWERS!



GOT CARELESS, LET MY CAMERA HIT THAT LIGHT FIXTURE!

BETTER START MAKING UP TIME!



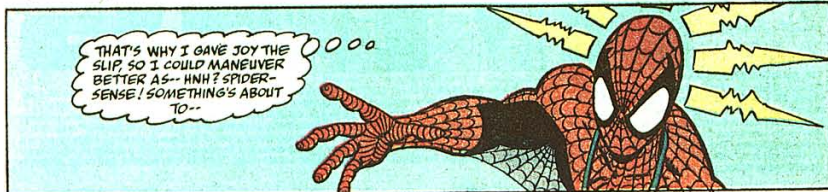
JOY MERCADO AND I CAME HERE ON ASSIGNMENT FOR NEWS DIGEST, AND THIS IS SOME STORY!

SEEMS CHEMICALS THAT ARE VITAL FOR PROCESSING COCAINE ARE BEING SOLD IN QUANTITY TO SOUTH AMERICA!

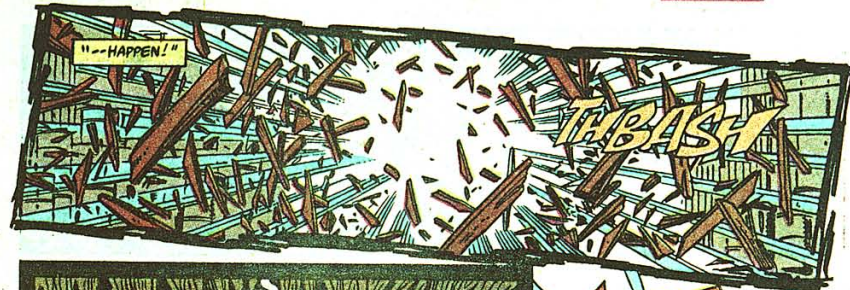


BUT BECAUSE THEY'RE LISTED AS "FOR AGRICULTURAL PURPOSES ONLY" THE TRANSACTION IS PERFECTLY LEGAL!

MATTER OF FACT, THOSE GUARDS AREN'T HERE TO KEEP POLICE OUT, BUT TO WARD OFF REPORTERS!

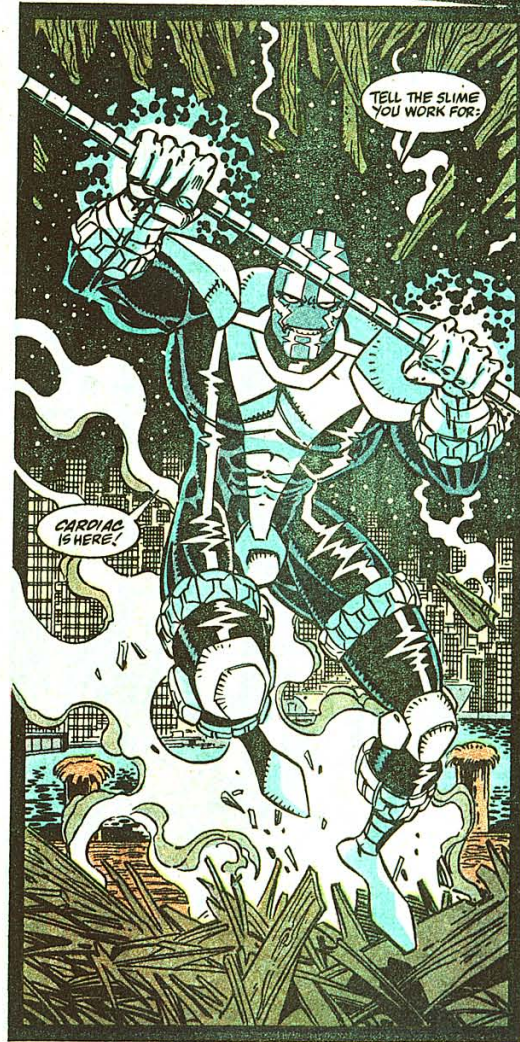


THAT'S WHY I GAVE JOY THE SLIP, SO I COULD MANEUVER BETTER AS-- HMP! SPIDER-SENSE! SOMETHING'S ABOUT TO--



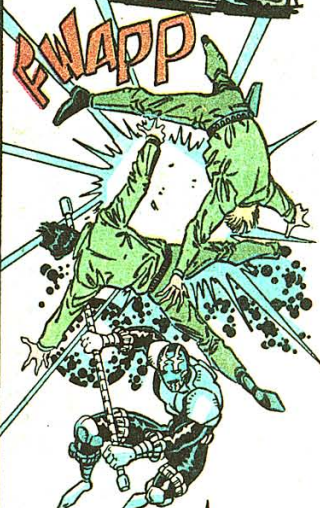
"--HAPPEN!"

THWASH



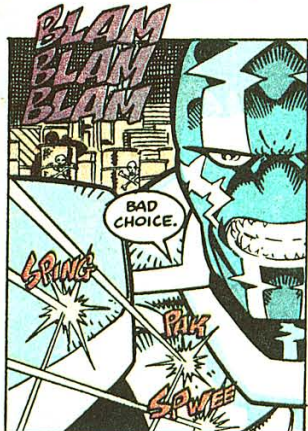
TELL THE SLIME YOU WORK FOR!

CARDIAC IS HERE!



FWAPP

THEN SLITHER BACK TO YOUR HOLES AND LET ME DO WHAT I MUST!



BAD CHOICE.

CRING

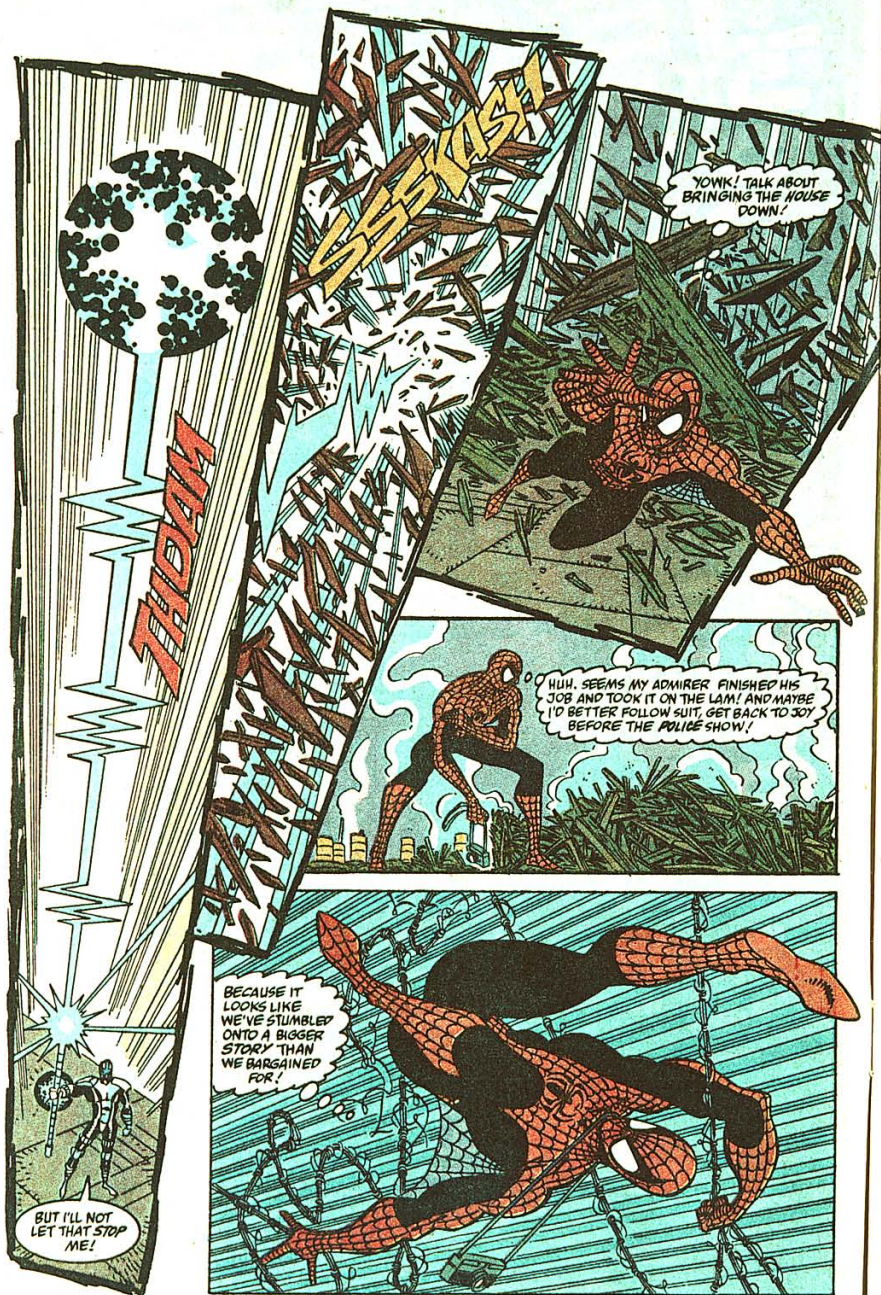
PLAT

SPINTEE

**HEY DUDES!
IT'S NEW, IT'S COOL!**

A NEW FRUIT
DRINK WITH
PACIFIC COOL
+ CALIFORNIA
STYLE

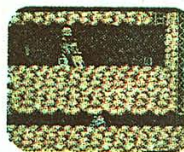
NEW!
CAPRISUN
100% NATURAL
PACIFIC COOLER
100% NATURAL
NO ARTIFICIAL INGREDIENTS
1200 ML



6



MegaMan[®] 3. Anything else you need to know?



You'll slide through secret tunnels to avoid bulldozing robots.



It's hard to top TopMan's dangerous spins.

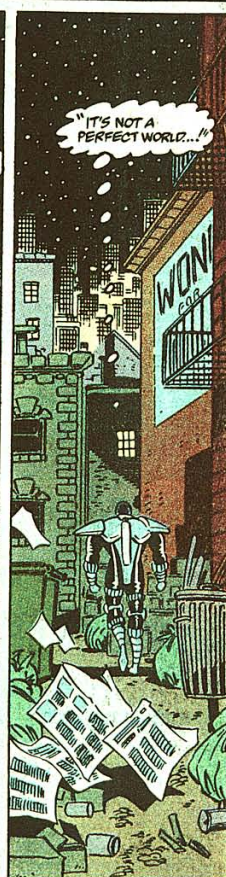
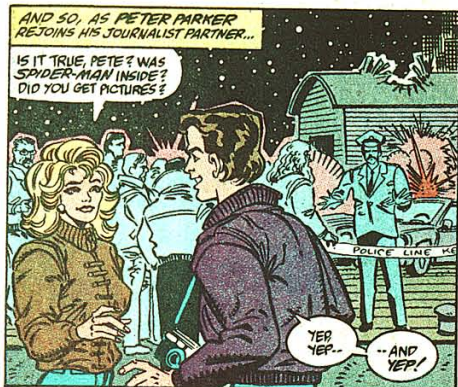
SnakeMan, HardMan, GeminiMan, MagnetMan, NeedleMan, ShadowMan, SparkMan and TopMan. They're the eight new robotmasters in MegaMan 3. Defeat them all and you'll still have Dr. Wily to deal with. And possibly even a few of your old enemies from 1 and 2. Okay, now the only question that remains is how fast you can get to the store and get 3.

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USA

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* SEE RECENT ISSUES OF SPECTACULAR SPIDER-MAN FOR DETAILS-- J.S.

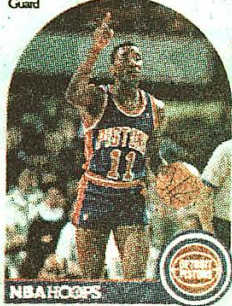
You know they can play. What else do you know?

MICHAEL JORDAN
Guard



Set playoff record for points against which team?

ISIAH THOMAS
Guard



Led the league in assists which season?

KARL MALONE
Forward



What's his nickname?

MAGIC JOHNSON
Guard



Led what school to an NCAA title?

LARRY BIRD
Forward



Scored his most points in what season?

PATRICK ALOYSIUS EWING

College Record

YEAR	TEAM	GP	PTS	FTS	FTS	PTS	PTS
1982-83	Duquesne	21	617	219	219	469	1219
1983-84	Duquesne	21	512	219	219	469	1219
1984-85	Duquesne	21	512	219	219	469	1219
TOTALS	63	1641	657	657	657	1641	3657

NBA Record

YEAR	TEAM	GP	PTS	FTS	FTS	PTS	PTS
1984-85	New York	82	214	226	226	846	2146
1985-86	New York	82	214	226	226	846	2146
1986-87	New York	82	214	226	226	846	2146
1987-88	New York	82	214	226	226	846	2146
1988-89	New York	82	214	226	226	846	2146
1989-90	New York	82	214	226	226	846	2146
TOTALS	410	1641	1641	1641	1641	6570	16410

One of the premier centers in the NBA. Ewing led blocked shots in scoring after rebounding and second in all-around play in 1985. Set Knicks' record for most points in a season. Named to NBA All-Star team and MVP of the year in 1985.

© 1990 NBA Properties, Inc. The Official NBA Basketball Card

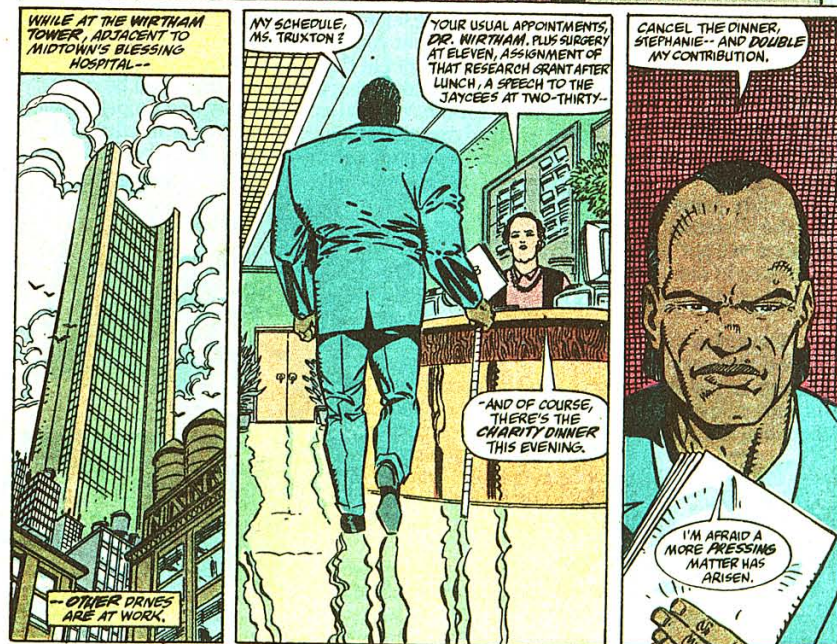
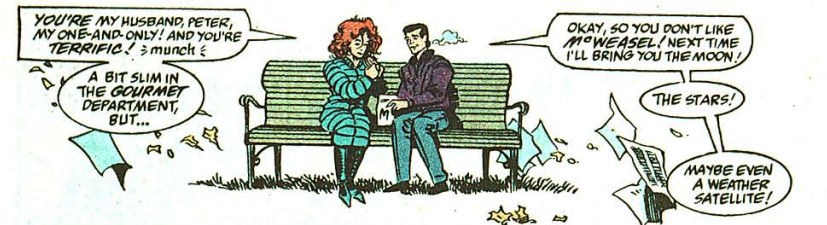
What is Patrick Ewing's uniform number?

Want the answers to these and a million other questions about the NBA? Just pick up NBA HOOPS, the Official Trading Cards of the NBA. There are over 300 fact-filled NBA HOOPS cards in this year's collection. Get them all, and there's hardly an NBA question you can't answer!

For the answers to the questions on this page, send your name and address to
NBA HOOPS TRIVIA, P.O. Box 1227, Church Hill, MD 21690

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Over 18,000 years ago many of the men in China dedicated their life to the study of philosophy. And then applied it to a war to end all wars.

The country was plagued by a bandit hoarde known as the Yellow Scarves. Who amassed a power no one had yet to conquer. Fact is, no one could assemble a force strong enough to destroy them.

In *Destiny of an Emperor*, your challenge is to change the course of history forever. For the good of China. And the world.

This full scale, role playing adventure game for the Nintendo System will put you deep in the throes of that war.

The action is as real as it gets thanks to the discovery of authentic documents detailing the era.



Characteristics of 180 warlords have been simulated based on the renowned text of Sanquozhi Yanyi.

Even 20th century strategists are destined to spend hours, even days on each game. And when you take a break to philosophize on your next action (if you can pull yourself away) you

Chinese warlord of all, Lu Bu, destined to be a traitor because of his great strength and courage.



You'll use every strategic cell in your brain to fulfill your constant requirements for weapons, food and manpower. You'll give important commands that could mean your life, and the life of your armies. And in true Chinese tradition, you'll engage in battle again and again to defend your honor. An honor certified by an oath signed in blood.

When all is said and done, there will be room for only one Emperor. Whether or not that will be you is your destiny alone.

Conquering this game will take you centuries.

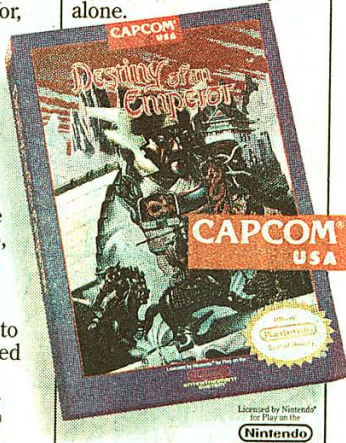
can actually save up to three histories exactly where you've left off.

You can put yourself in the place of Liu Bei, dedicated to raising an army for the restoration of the dynasty. Or Guan Yu, an exceptionally skilled warrior, match for a thousand soldiers and worshipped as a god.

But no matter who you are, it will be hard to win the war against Zhang Jao, the deadly leader of the Yellow Scarve rebels and founder of the Tai Ping sect. Not to mention the most feared

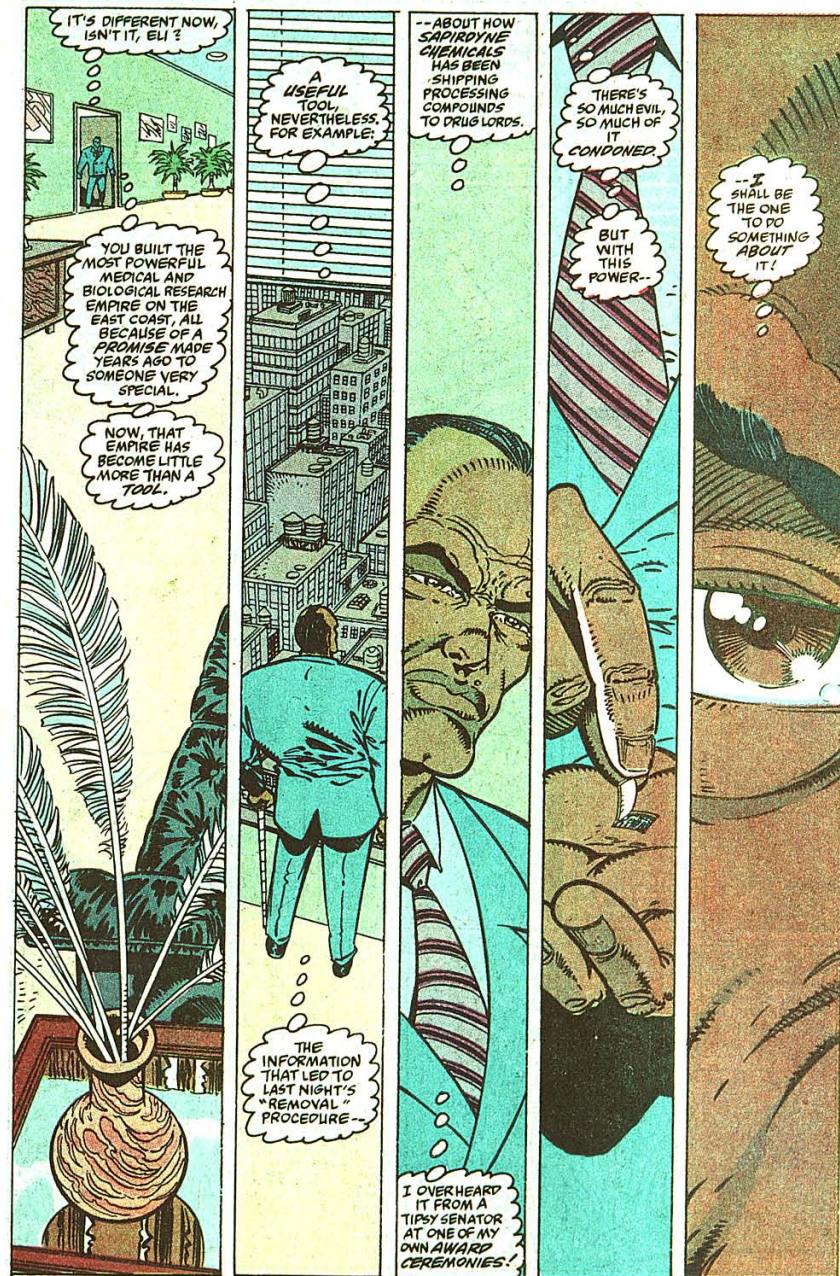


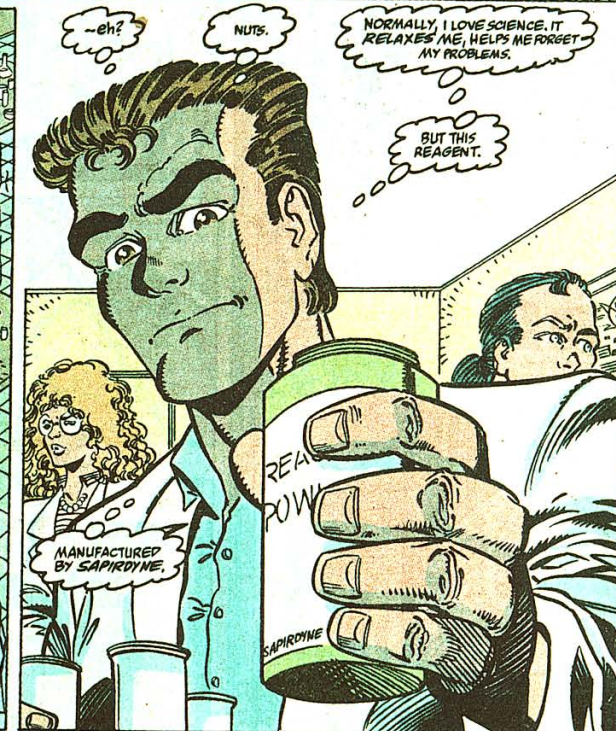
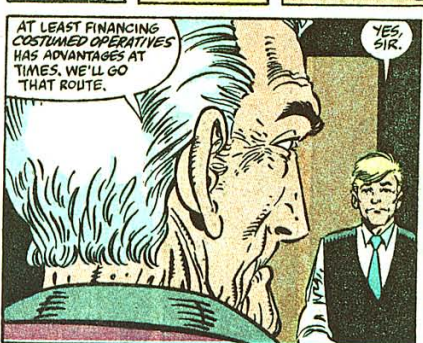
In the mountains, rebels await behind every tree.

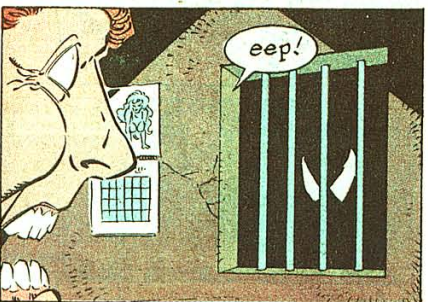


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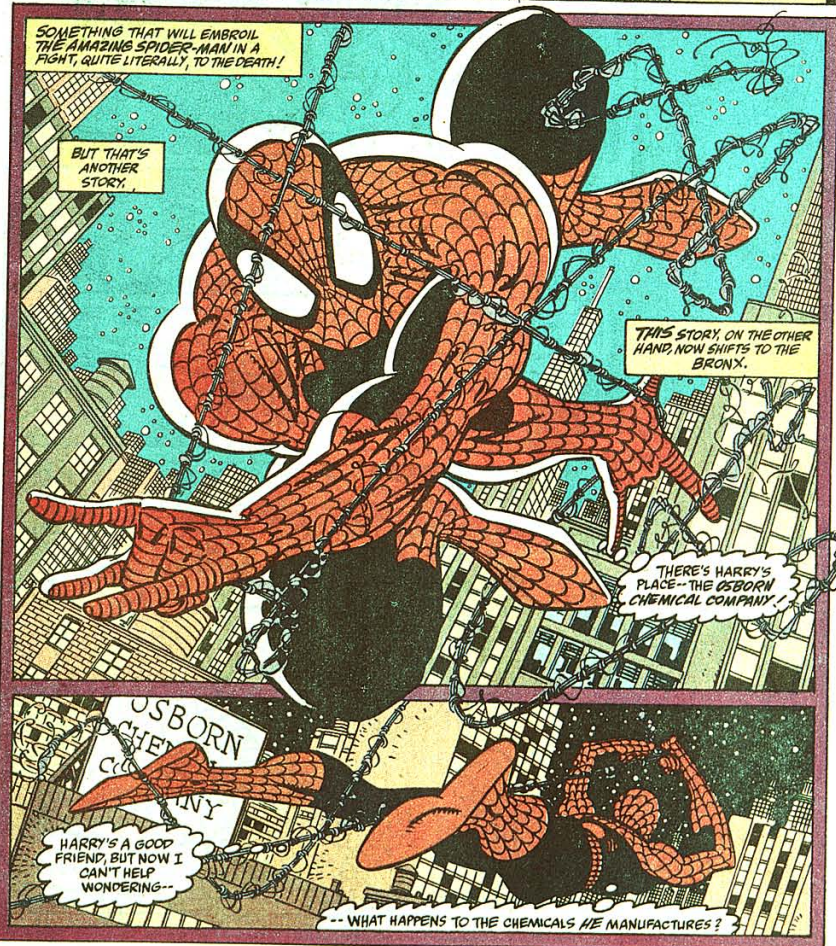
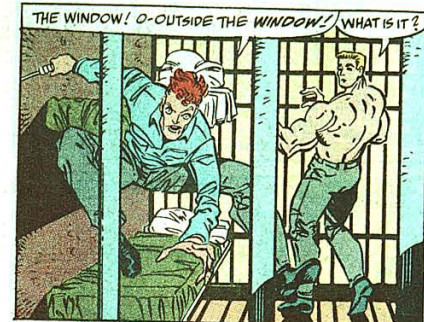
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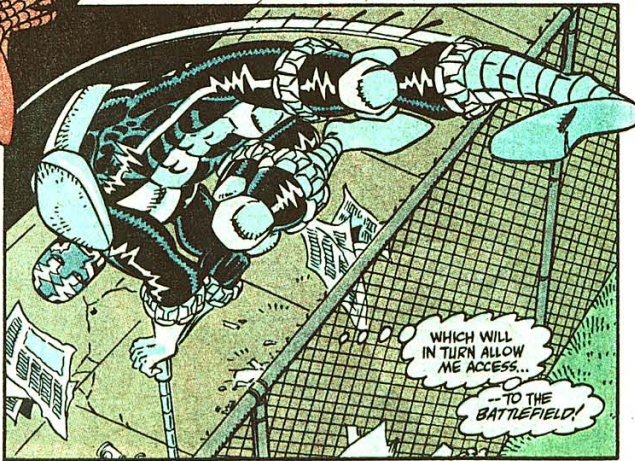
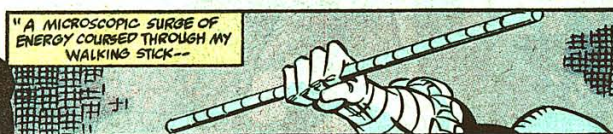
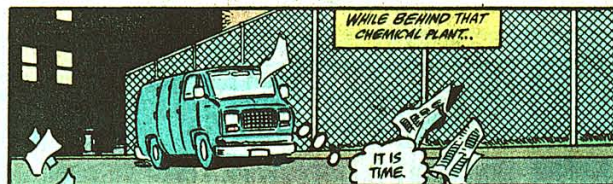




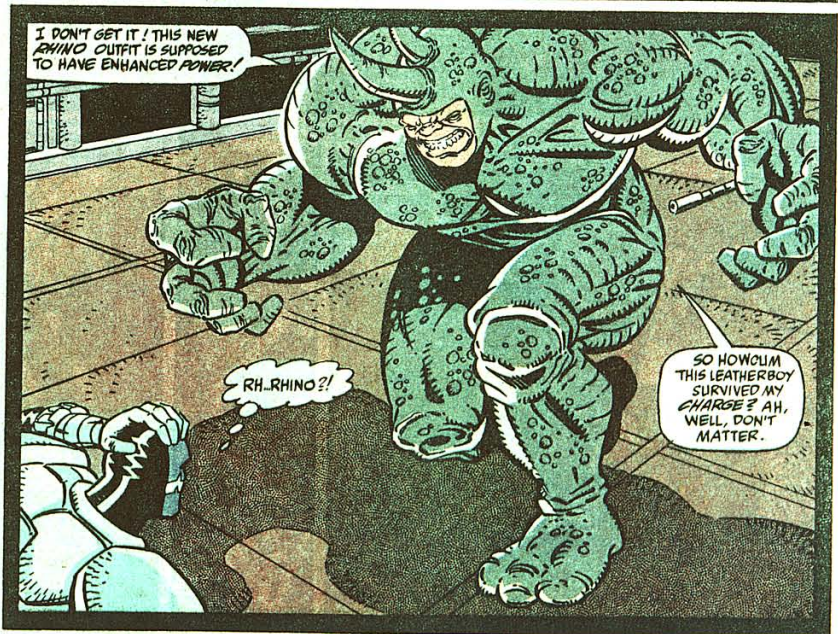
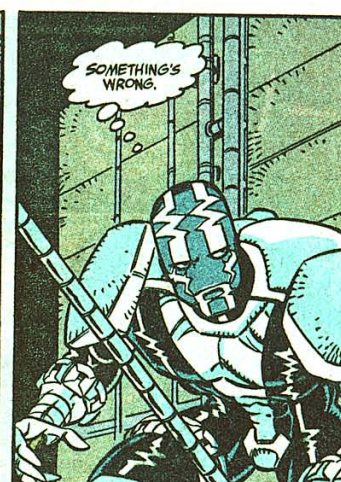
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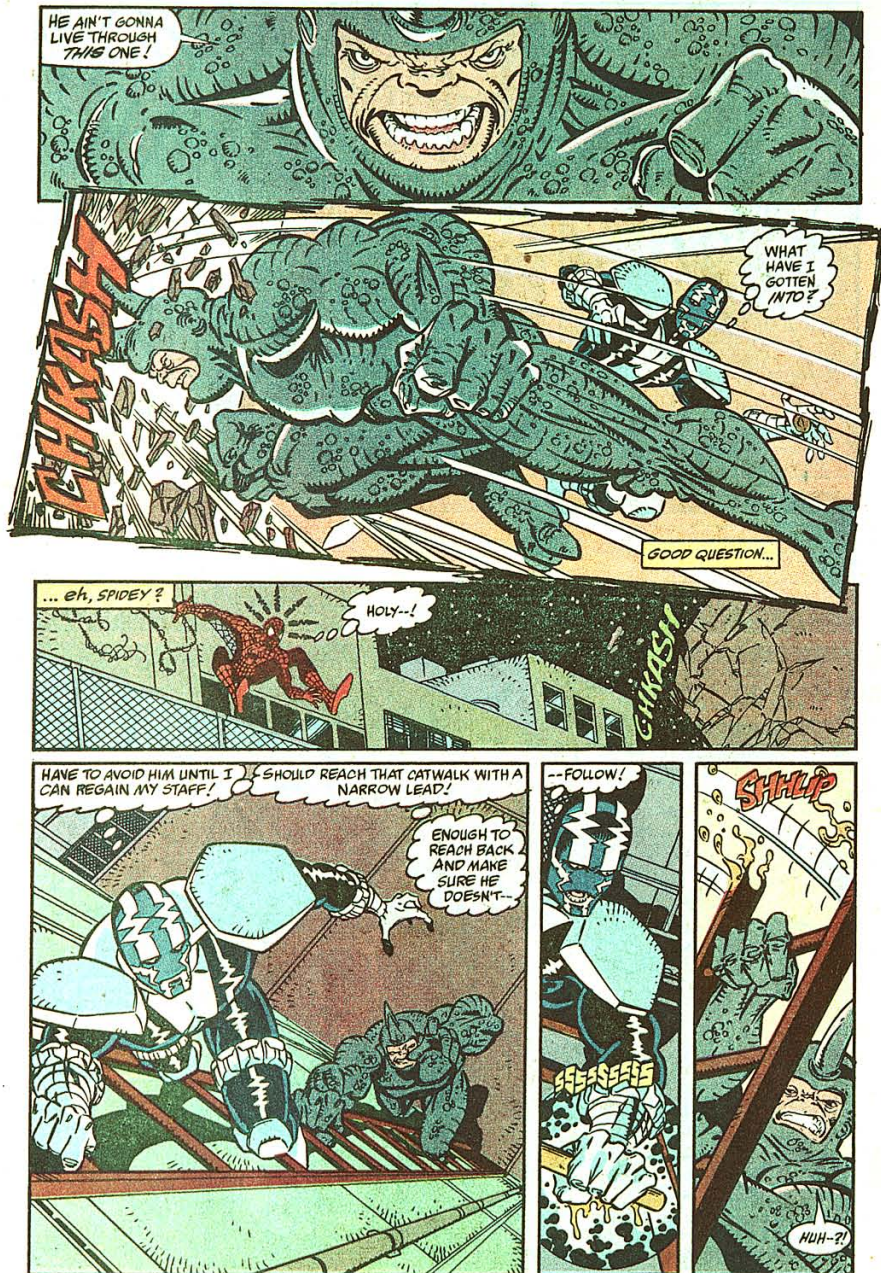
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18



19



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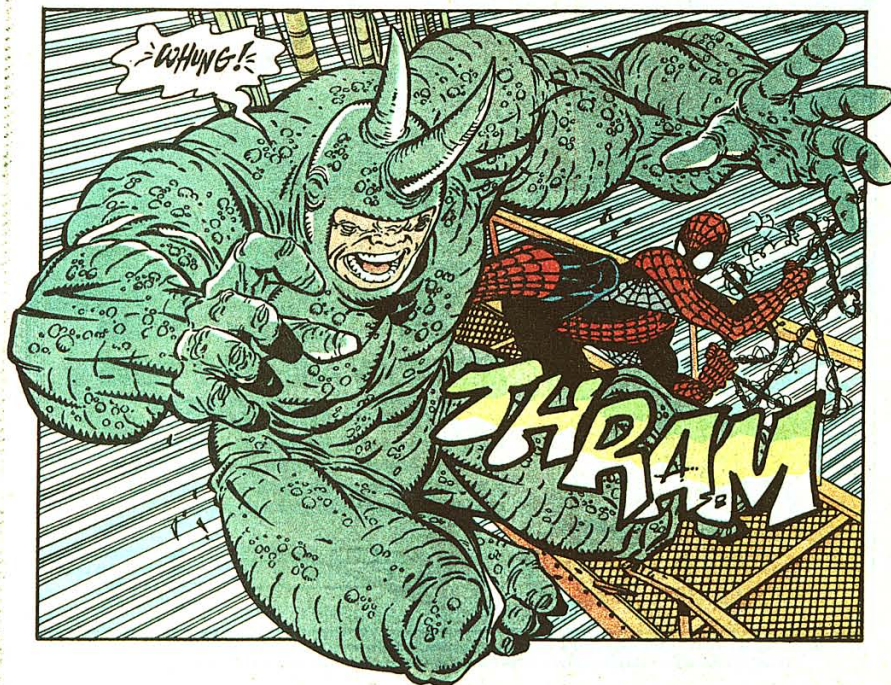
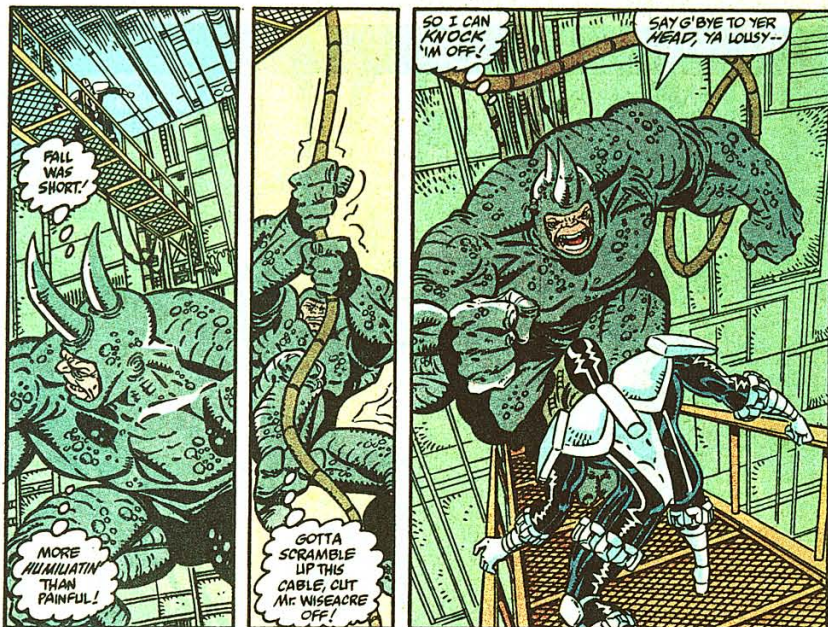
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A romp 'em, stomp 'em, roaring good time of monster bashing, dungeon crawling and treasure collecting.

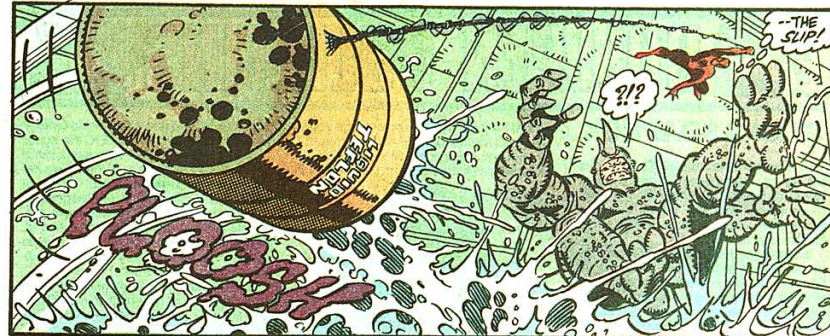
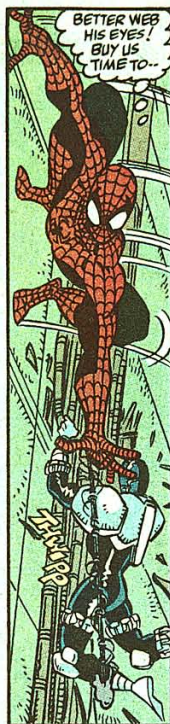
Explore the depths of the dungeon on your fantastic journey of mystery and suspense while you search for hidden treasure. Use your powers and skills to avoid secret traps and fearsome creatures. As a dwarf, elf, warrior, magician, cleric, or fighter on a perilous quest, you'll battle the forces of evil to find the treasure, win the game or... just survive.

Start your journey today. The DUNGEON!® board game can be found clinging to the shelves of a toy or hobby store in your neighborhood.

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MARVEL COMICS BULLPEN BULLETINS MARVEL COMICS

STAN'S SOAPBOX

Hi, Heroes! Even though Christmas is behind us, big-hearted Marvel still has plenty of goodies in store for you! And here's where your old faithful Soapbox Santa clues you in to two new titles going on sale right now!

You've seen the ads! You've heard the name uttered in whispers! But now it's time to meet the newest, most excitedly exciting superstar in the mighty Marvel firmament—the only super hero based on a real-life, flesh-and-blood human being—dazzling, dangerous, deadly—a smoldering, sizzling stick of human dynamite—the one and only NIGHT CAT!

Of course, the cat's manager, Dapper Don Kessler, and I have a somewhat selfish motive for pushing Night Cat's first issue since sneaky artist Denys Cowan actually drew us in as part of the story. Yours truly wrote the script, too, which could possibly change the complexion of the comic book industry for all time to

come! But don't let that discourage you—you can always just look at the pictures! But hey, that's only half the excitement! Our whole bluish Bullpen is turned on to



Troma Films' wild and wacky world-famous movie idol, TOXIC AVENGER, the super hero who makes Spider-Man seem like a well-adjusted average guy! In fact, we dig it so much that we made a deal with Loveable Lloyd Kaufman and the Magnanimous Michael Herz. The big-time movie producers who so unselfishly unleashed ol' Toxic on a defenseless public, a deal to publish his sensationally screwy adventures in our maniacal style!

Be forewarned! Toxic is not your usual hero! In fact, he's not your usual anything. But this you can count on—NIGHT CAT and THE TOXIC AVENGER may turn out to be the most unexpected hits of '91, and thanks to my legendary generosity, you're the first to hear of them!

Now, till next ish, wherever you go, whatever you do, think Marvel! (Instead of cluttering your mind with non-essentials!) Excelsior!

Stan

It was a rainy day in New York. The kind of day when you could get wet just by walking outside. The man on the corner was selling umbrellas for five dollars each. I could usually talk him down to three. When I got home, I would throw it on the pile with the 500 other umbrellas I've managed to leave at home every time it rains. It seems to rain a lot in New York. Perhaps it's God's way of trying to give the city an acid bath. Perhaps not. That's not for me to say. Me, I'm just another private eye. They call me Dodge Deadline. . . Comic Book Detective.

It was a slow day at the office: I was just about to seriously consider calling up that guy on TV who makes the pitch for Apex Technical School. Then he walked in — Tom DeFalco, head honcho over at Marvel Comics. He had a problem, and he needed my help. Last month's Bullpen Bulletins Page had disappeared before it had ever seen print. He wanted me to find it. I took the case. Tom took the six-pack.

I headed uptown to the offices of Marvel Comics. If I was going to learn anything about the missing Bullpen Page, this was the place to do it. My first stop was the office of PUNISHER editor Don Daley.

Don told me he was exhausted — he was still resting up from the New York Runners Club's Midnight Run. That's a run that's held every year, beginning at exactly twelve midnight on New Year's Day. Don also entered the New York Marathon last year for the first time. It seemed like he'd been doing a lot of running lately. Just what exactly was he running from, anyway? I listed Don as a suspect, and moved on.

I stopped by Ralph Macchio's office, and found Ralph's assistant, Mike Heisler, still missing after a mysterious three-month absence. Heisler allegedly is taking some time off to do some freelance lettering; something about owing a debt to his uncle. Funny, I didn't know Heisler's uncle was named "Sam". Another potential suspect.

I stopped in to see Jim Salicrup, but he was so deliciously happy, he couldn't even

talk to me, Dodge Deadline. It seemed one of Jim's freelancers, Fred Hembeck, recently had a baby with his lovely wife Lynn. The child was born on August 25th, and named Julie Elizabeth Moss Hembeck. That's a lot of names for a little kid. In his present state, there was no talking to Salicrup, so I made a mental note to track him down later.

I noticed my mental pen was getting low on mental ink, so I made another mental note to stop by a mental store later and pick up some more.

I headed over to see Craig Anderson, Marvel's resident idiot. Craig gave me the lowdown on the new Silver Surfer home video game from Nintendo, and the Spider-Man home game from Sega-Genesis. Craig added that the Spider-Man hand-held game from Gameboy is also a big, big hit. Craig talked about a potential Spider-Man arcade game, but he seemed to be dodging the real issue. Did Craig know something about the missing Bullpen Page—something he wasn't telling me, Dodge Deadline?

Craig threw me a few names—Jim Starlin, George Perez. I caught them. He said they were working on a project which just might blow the lid off this whole case. But Starlin and Perez were nowhere to be found. Apparently they'd gone into hiding to work on this hush-hush project. All I found about this mystery project was that it involved a dangerous customer by the name of Thence, as well as almost everybody in the Marvel Universe. Clearly I was on to something big... but that wasn't the case I was working on. I'd have to come back to that some other day; I still hadn't found that Bullpen Page.

Assistant Editor Chris Cooper walked by me, Dodge Deadline, in the hall. I overheard him tell fellow assistant, Len Kaminsky he's never been mentioned in the Bullpen Page before. Len said that made two of them. Hmm—that gives them both motives, but very flimsy ones.

I started snooping around Bob Budiansky's office. But Bob wasn't talking. Neither was his assistant, Tom Brevoort.

All I could get out of them was that they're doing a newstand reprint of the four-issue DEATHLOK Limited Series, and working on the 1991 Marvel trading cards.

That was all well and good, but it didn't solve my case. I paid a visit to Epic Editor Marcus McLaurin, who was happy as a clam about the fourth anniversary of the Comic Illustrators Guild at the Pratt School of Art and Design. It turns Marcus formed the club while in his senior year at the school, to pave the way for future generations of artists to get away with drawing comics in class.

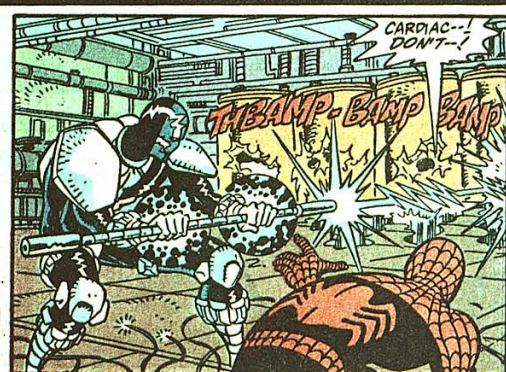
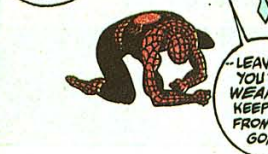
He's one sharp cucumber, that Marcus, but no Bullpen Page-napper. Next I noticed his assistant, Marie Javins. Marie's wall is decorated with drawings of cows by some of the biggest names in comics. But Marie threatened to take down her Wall of Bountiful Bovines if she received no new submissions soon. Would Marie's wall come tumbling down? Unfortunately, I couldn't stick around to find out.

I could've pumped people at Marvel for answers all day, but I was cruising in the fast lane to nowhere. Everyone was a potential suspect. I decided I would switch tactics.

I charmed my way into Marvel's master computer file. If there was any trace left of the Bullpen Page, I knew I would find it here. I punched up the file, and there it was—the December Bullpen Page. It was just full of all kinds of incriminating evidence about the Marvel staff. If this thing ever saw print, it would destroy several careers, a couple marriages, and the noon trade at Slappy Sam's Eat 'n' Run. No wonder someone tried to suppress it. This thing was hotter than a jalapeno pepper in a sauna.

I decided to take the disc to DeFalco. If anyone knew I had this disc, I could start etching my own epitaph. Just then, I felt the cold steel of the barrel of a .45 press against the back of my neck. . .

IS THIS THE END OF DODGE DEADLINE? YOU WISH.



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SPIDER-MAN!
MY FRIEND.

LISTEN TO
REASON: THOSE
CHEMICALS
ARE HIGHLY
FLAMMABLE.

IN
MOMENTS,
THEY'LL
REACH
THE
SPARKING
WIRES!

HOLY
GEEZ!

I AIN'T NO ROCKET
SCIENTIST, BUT I
KNOW SMART
WHEN I HEAR
IT!

I'M BOOKIN'
OUTTA HERE!

AND...
YOU?

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THE SPIDER'S WEB

% MARVEL COMICS GROUP
387 Park Avenue South
New York, New York 10016

JIM SALICRUP
ARACHNERD
DAN CUDDY
ASSISTANT EDITOR

Attention correspondents: All letters considered for publication must include your name and address, though we will withhold that information upon request.

Dear Jim,
David Michelinie has always been one of my favorite writers. I first came to this conclusion during his run on *The Unknown Soldier* way back in the mid 70s. I've always felt those were the best war espionage comics ever written. Having said that, it pains me to acknowledge that (as of part four) I am somewhat disappointed with this *The Return of the Sinister Six* multi-part story.

It isn't that the overall quality of the writing wasn't up to par. Let's look at issue #337: Peter and Mary Jane dealing in their own way with Nathan's death seemed very real and natural. I particularly liked the way you are depicting Peter and Mary Jane's marriage working. The incident that precipitated the latest twist in the relationship of Flash and Felicia was, perhaps, a tad contrived (the mugging was a bit convenient for my tastes) but her new feelings for him was a welcome development. I liked how Flash originally tried to placate the muggers by just handing over Felicia's purse and then, moments later, proved that he was no coward. Between this and Peter's interactions with Mary Jane, we got lessons on how to conduct ourselves in a mugging and in a marriage. Now that's responsible comics writing. These little touches let me know that it was indeed David's work that I was reading.

What I didn't like was the main plot. It took three issues for Doc Ock to form this team. That was too long. One issue (some writers would have covered it in one panel) would have been more than sufficient. Now we have the master plan. Boy, is it stupid! Does Doctor Octopus really think he is going to get the governments of the world to unite long enough to give him absolute power no matter what the threat? Furthermore, I've been reading SPIDER-MAN since the '60s and, while I admit I don't remember every Doctor Octopus appearance, it seems to me that attempted world conquest is a bit out of character. Who does he think he is, Doctor Doom? Have Doc Ock go back to trying to take over the New York underworld or stealing a few million dollars or just trying to get revenge on Spider-Man (I believe this was the original motivation for the formation of The Sinister Six) like in the good old days. And "burndite"? I like adamantium and vibranium as much as the next guy, but any SPIDER-MAN plot for which you have to make up a fictional element in order to make it work, I would consider weak on principle.

You guys often complain that we readers criticize without making suggestions. So, here are my suggestions.

1.) I know that this new "series within a series" format is all the rage and everything, but try not to do six-part stories unless you have the plot to back it up. This story could easily have been handled in three issues. Remember when Stan made the world "trilogy" into a "hot" format?

2.) Now that Spider-Man is appearing in as many as four (!) titles not including MARVEL TALES, you need some tight editorial guidance for the character and his rogues gallery. Someone should be in charge of the continuity of all Spider-Man's appearances. This person should also make sure that his supporting characters and regular villains are handled consistently and appropriately.

If it turns out next issue that the plan he explained to The Six is just a smoke screen for an attempt to take over the New York underworld, I'll really be embarrassed.

Well, that's it. Keep the webs spinning.

Larry Feldman
841 S. Corona Street
Denver, CO 80209

Well, now that you know Doc's true plan, Larry, has your face turned as red as Spidey's Underoos yet?

Dear Webheads,

Wowzers! What an issue #337 turned out to be. Not only does Nova make a cameo, but so does Wolverine and the Punisher (look on page 5, at the bottom of the first panel, true believers!)

This Sinister Six looks formidable and I would love to see them take on the Avengers or the FF (maybe along with the Sinister Syndicate). At first, I could not picture Octopus as the head honcho, but he seems to be doing very well, especially conning Sandman into joining (which was really low, Ock).

The letters page in this particular issue debated Erik's career as a penciler on this mag. Whereas a lot of fans rave about his pencils, there seem to be those who find the artwork in question undesirable. Erik can draw Spider-Man beautifully, but he needs to work on other figures. Peter, MJ, Electro, and other various characters look too cartoony. Although Colin Stevenson seems to think that the "alternating style" . . . of the realistic . . . and the absurd is wonderful, I see the find it disturbing. Maybe once the biweekly schedule is over, Erik can slow down a bit and concentrate more on what he is doing; for example, the Hobgoblin looks more like a certain alien race from DC Comics than a demonically transformed face. However, let me state that the cover was amazing. Mr. Simonson is

welcome to ink all of Erik's covers, and interiors as well, if his "fantastic" schedule permits him.

Let me close now by saying Rest In Peace, Nathan Lubensky.

Joe Kucharski, III
1116 Sycamore Street
Haddon Hts., NJ 08035

Yep, the number 337 seems to be a magical one for Mr. Simonson.

Dear Webbed Ones,

This is the best storyline to appear in AMAZING in quite a while, and this has been a consistently good comic. Mr. Larsen's art is really coming into its own. Austin and Simonson inking no doubt helps. I particularly like the way Erik draws Doc Ock's arms. The full page shots are wonderful, reminiscent of the Sinister Six's original appearance.

Speaking of which, you've brought back this great group after too long a hiatus, but you are doing it better than the original. Part of the problem with recent Spidey issues is that he takes out classic villains in one issue. It's nice to see him fail against these guys. It will make his victory all the more impressive.

Each of the villains is well characterized, but Doctor Octopus is at his best. I've always thought he had the potential to be ranked among Dr. Doom and Magneto, even though he's never been taken seriously enough.

The scene with Peter and MJ was nice. Pete is always the even tempered one, so MJ should allow him his space. I really enjoyed the pages with Flash and the Black Cat. I've always like Felicia, and thought she got a bum deal. Sure, she wasn't right for Peter, but there was a good girl inside of her, one the right guy should be able to appeal to.

I like how you guys are using Spidey's webs in more creative ways, (i.e. nets) but don't forget how strong it is. Sure, it's not thing strength until it hardens, but the Vulture should not be ripping it.

Well, I can't wait until the next issue -- the whole Sinister Six versus Spidey! Something the original didn't have!

Chris Connelly
7008 Appoline
Dearborn, MI 48126

Let's hope we didn't disappoint you, Chris. Thanks for your comments.

Dear Spider's Web,

Concerning issue #337: it could have been better. I hadn't been liking the way Nathan Lubensky had been handled in this mag lately; he was seeming like nothing more than an old grouchy gambler. C'mon, guys, this is the guy who tried more than anyone else to get Pete and Aunt May to reconcile.

Also, with this whole "Sinister Six" shmeer, I haven't been getting much of a feeling of suspense. It seems like the main focus has been on what are supposed to be the sub-plots, unlike the "Assassin Nation Plot" of a last year.

Artistically, Erik Larsen remains high on the "Comic Book Artists Scale," but I'd like to see him draw more realistically, like he did on the PUNISHER. The inks are a bit heavy; Aunt May's face looks like it could break apart at any moment, instead of just being its old wrinkled self.

Just to wrap this up, the Hobgoblin and Mysterio are two of my favorite villains, while Dr. Octopus is one of my least favorite villains. Oh well, ya can't win em' all, so until the Vulture renames himself Twenty Bird and gets eaten by a house cat, make mine Marvel.

Robert Coover
(Address withheld by request)

One great thing about our biweekly schedule, Robert, was that we were able to devote some time to our sub-plots without detracting from the action. Erik Larsen has adjusted his style to emphasize action and movement in AMAZING SPIDER-MAN, as opposed to his PUNISHER days, where realism was encouraged. And we hope by the end of this storyline that Doc Ock convinced everybody he is not a trivial villain.

Dear Spider-Staff,

The artwork in issue #337 is outstanding. Tell Erik, Terry, and Jim to keep up the good work. By the way, now that Nathan is dead, who will Aunt May turn to for affection and companionship?

Steve Berry
5601 Lincoln Road
Winter Park, FL 32792

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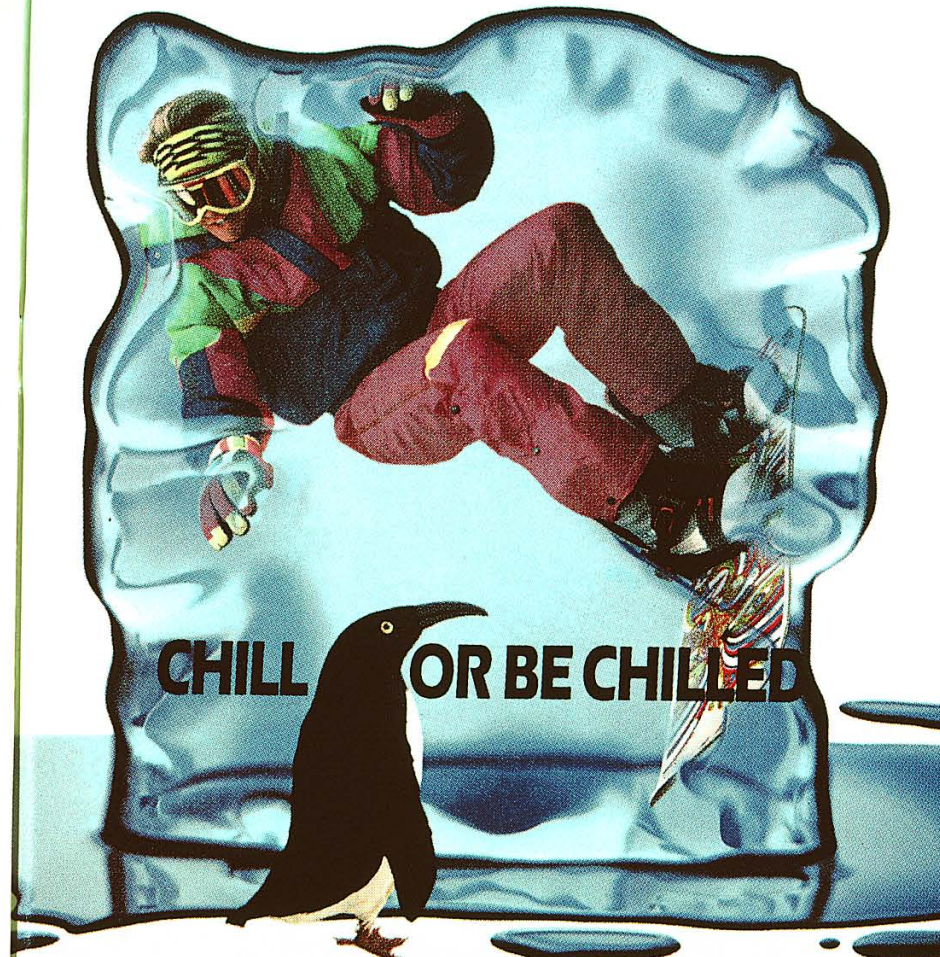
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